

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

CHICKEN SOUP FOR THE SOUL
ENTERTAINMENT INC., *et al.*,¹

Debtors.

GEORGE L. MILLER, CHAPTER 7 TRUSTEE,

Plaintiff,

v.

WILLIAM J. ROUHANA, JR., AMY L. NEWMARK,
CHRISTOPHER MITCHELL, FRED M. COHEN,
COSMO DENICOLA, MARTIN POMPADUR,
CHRISTINA WEISS LURIE, DIANA WILKIN,
VIKRAM SOMAYA, JASON MEIER, AMANDA R.
EDWARDS, CHICKEN SOUP FOR THE SOUL
PRODUCTIONS, LLC, CHICKEN SOUP FOR THE
SOUL, LLC, CHICKEN SOUP FOR THE SOUL
HOLDINGS, LLC,

Defendants.

Chapter 7

Case No. 24-11442 (MFW)

(Jointly Administered

Adv. Pro. No. 25-50399 (MFW)

Re: Docket Nos. 31, 33, 34, 35, 36, 37, 38, 39
40, 41, 42, 43, 44, 45 46, 47, 51, 52, 55, 56,
57, 58, 59, 60, 61, 62, 64 & 65

**CHICKEN SOUP FOR THE SOUL PRODUCTIONS, LLC, CHICKEN SOUP FOR
THE SOUL, LLC, CHICKEN SOUP FOR THE SOUL HOLDINGS LLC, WILLIAM J.
ROUHANA, JR., AMY L. NEWMARK, CHRISTOPER MITCHELL, AMANDA R.
EDWARDS, JASON MEIER AND THE INDEPENDENT DIRECTORS
NOTICE OF COMPLETION OF BRIEFING**

PLEASE TAKE NOTICE that briefing is complete on Chicken Soup for the Soul Productions, LLC (“CSSP”), Chicken Soup for the Soul, LLC (“CSS”), and Chicken Soup for the Soul Holdings, LLC (“CSS Holdings”) (CSS, CSSP and CSS Holding are collectively referred to as the “CSS Entities”), William J. Rouhana, Jr., (“Mr. Rouhana”), Amy L. Newmark (“Ms. Newmark”), the “Independent Directors” (individually, Fred M. Cohen, Cosmo DeNicola,

¹ The Debtors in these chapter 7 cases, along with the last four digits of each Debtor's federal tax identification number (where applicable), are: 757 Film Acquisition LLC (4300); Chicken Soup for the Soul Entertainment Inc. (0811); Chicken Soup for the Soul Studios, LLC (9993); Chicken Soup for the Soul Television Group, LLC; Crackle Plus, LLC (9379); CSS AVOD Inc. (4038); CSSESIG, LLC (7150); Digital Media Enterprises LLC; Halcyon Studios, LLC (3312); Halcyon Television, LLC (9873); Landmark Studio Group LLC (3671); Locomotive Global, Inc. (2094); Pivotshare, Inc. (2165); RB Second Merger Sub LLC (0754); Redbox Automated Retail, LLC (0436); Redbox Entertainment, LLC (7085); Redbox Holdings, LLC (7338); Redbox Incentives LLC (1123); Redwood Intermediate, LLC (2733); Screen Media Films, LLC; Screen Media Ventures, LLC (2466); and TOFG LLC (0508).

Christina Weiss Lurie, Martin Pompadur, Vikram Somaya, and Diana Wilkin), Christopher Mitchell (“Mr. Mitchell”), Amanda R. Edwards (“Ms. Edwards”) and Jason Meier (“Mr. Meier”), (Mr. Meier, Ms. Edwards, Mr. Mitchell, the Independent Directors, Mr. Rouhana, Ms. Newmark, and the CSS Entities are collectively referred to as the “Defendants”) Motions to Dismiss (the “Motions”).

PLEASE TAKE FURTHER NOTICE that the following papers have been filed in connection with the Motions.

TAB	BRIEFING AND OTHER PAPERS	D.I. NO.
1.	Order Approving Stipulated Scheduling Order	24
2.	Motion of the Independent Directors to Dismiss Adversary Complaint	31
3.	Order Granting Amended Motion of Defendants William J. Rouhana, Jr., Amy L. Newmark, Chicken Soup for the Soul, LLC, Chicken Soup for the Soul Productions, LLC and Chicken Soup for the Soul Holdings, LLC for Leave to Exceed the Page Limit Requirement for Movant’s Respective Memorandum of Law in Support of Motion to Dismiss Plaintiff’s Complaint	32
4.	Defendant Amanda R. Edwards’ Motion to Dismiss Plaintiff’s Complaint	33
5.	Opening Brief in Support of Defendant Amanda R. Edwards’ Motion to Dismiss Plaintiff’s Complaint	34
6.	The Independent Directors’ Opening Brief in Support of Motion to Dismiss Adversary Case	35
7.	Defendant William J. Rouhana, Jr.’s Motion to Dismiss Plaintiff’s Complaint	36
8.	William J. Rouhana, Jr.’s Memorandum in Support of Motion to Dismiss Complaint	37
9.	Defendant Amy L. Newmark’s Motion to Dismiss Plaintiff’s Complaint	38
10.	Amy L. Newmark’s Memorandum in Support of Motion to Dismiss Complaint	39

11.	Defendants Chicken Soup for the Soul, LLC, Chicken Soup for the Soul Productions, LLC, and Chicken Soup for the Soul Holdings, LLC's Motion to Dismiss Plaintiff's Complaint	40
12.	Chicken Soup for the Soul, LLC, Chicken Soup for the Soul Productions, LLC, and Chicken Soup for the Soul Holdings, LLC's Memorandum in Support of Motion to Dismiss Plaintiff's Complaint	41
13.	Appendix of Exhibits in Support of Defendants William J. Rouhana, Jr., Amy L. Newmark and Chicken Soup for the Soul, LLC, Chicken Soup for the Soul Productions, LLC, and Chicken Soup for the Soul Holdings, LLC's Respective Memorandum in Support of Motion to Dismiss Plaintiff's Complaint	42
14.	Defendant Jason Meier's Motion to Dismiss Adversary Complaint and Joinder	43
15.	Defendant Jason Meier's Opening Brief in Support of His Motion to Dismiss Adversary Complaint and Joinder	44
16.	Christopher Mitchell's Motion to Dismiss the Complaint	45
17.	Christopher Mitchell's Opening Brief in Support of His Motion to Dismiss the Complaint	46
18.	Declaration of Douglas P. Baumstein in Support of Christopher Mitchell's Motion to Dismiss the Complaint and attached exhibits	47
19.	Order Approving Stipulated Scheduling Order	50
20.	Trustee's Omnibus Responsive Brief I in Opposition to Defendant's Motions to Dismiss the Trustee's Complaint for (I) Breach of Fiduciary Duty; (II) Aiding and Abetting Breach of Fiduciary Duty; (III) Avoidance of Fraudulent Transfers; (IV) Recovery of Illegal Dividends; (V) Damages for Nonpayment of Employee Wages, Benefits, and Payroll Taxes; (VI) Equitable Subordination; and (VII) Disallowance of Claims	51
21.	Trustee's Omnibus Responsive Brief II in Opposition to Defendant's Motions to Dismiss the Trustee's Complaint for (I) Breach of Fiduciary Duty; (II) Aiding and Abetting Breach of Fiduciary Duty; (III) Avoidance of Fraudulent Transfers; (IV) Recovery of Illegal Dividends; (V) Damages for Nonpayment of Employee Wages, Benefits, and Payroll Taxes; (VI) Equitable Subordination; and (VII) Disallowance of Claims	52
22.	Reply Brief in Further Support of Defendant Amanda R. Edwards' Motion to Dismiss Plaintiff's Complaint	55

23.	The Independent Directors' Reply Brief in Support of Motion to Dismiss Adversary Complaint	<u>56</u>
24.	Defendant Jason Meier's Reply Brief in Support of His Motion to Dismiss Adversary Complaint and Joinder	<u>57</u>
25.	Independent Directors' Request for Oral Argument	<u>58</u>
26.	Chicken Soup for the Soul Productions, LLC, Chicken Soup for the Soul, LLC, and Chicken Soup for the Soul Holdings, LLC's Reply in Support of Motion to Dismiss Complaint	<u>59</u>
27.	William J. Rouhana, Jr.'s and Amy Newmark's Reply in Support of Motion to Dismiss Complaint	<u>60</u>
28.	Christopher Mitchell's Reply Brief in Support of His Motion to Dismiss the Complaint	<u>61</u>
29.	Supplemental Declaration of Douglas P. Baumstein in Further Support of Christopher Mitchell's Motion to Dismiss the Complaint and attached exhibits	<u>62</u>
30.	Defendant Amanda R. Edwards' Request for Oral Argument	<u>64</u>
31.	Chicken Soup for the Soul Productions, LLC, Chicken Soup for the Soul, LLC, and Chicken Soup for the Soul Holdings, LLC's, William J. Rouhana, Jr., Amy L. Newmark, Christopher Mitchell and Jason Meier's Request for Oral Argument	<u>65</u>

PLEASE TAKE FURTHER NOTICE that, pursuant to Del. Bankr. L.R. 7007-4, an electronic binder containing copies of this Notice of Completion of Briefing and the papers identified will be delivered to the Chambers of The Honorable Mary F. Walrath .

[Signature Pages to Follow]

Dated: October 1, 2025

BAYARD, P.A.	WOMBLE BOND DICKINSON (US) LLP
<p><u>/s/</u></p> <p>Brett M. McCartney (DE Bar No. 5208) Elizabeth A. Powers (DE Bar No. 5522) Mutaz A. Ali (DE Bar No. 7155) 600 N. King Street, Suite 400 Wilmington, Delaware 19801 Telephone: (302) 655-5000 Facsimile: (302) 658-6395 Email: bmccartney@bayardlaw.com epowers@bayardlaw.com mali@bayardlaw.com</p>	<p><u>/s/ Donald J. Detweiler</u></p> <p>Donald J. Detweiler (DE Bar No. 3087) 1313 N. Market Street, Suite 1200 Wilmington, Delaware 19801 Telephone: (302) 252-4320 Facsimile: (302) 252-4330 Email: don.detweiler@wbd-us.com</p>
<p>-and-</p>	<p>-and-</p>
<p>MINTZ, LEVIN, COHN, FERRIS, GLOVSKY AND POPEO, P.C</p>	
<p><u>/s/ Douglas P Baumstein</u></p> <p>Douglas P. Baumstein 919 Third Avenue New York, New York 10022 Telephone: (212) 935-3000 Facsimile: (212) 983-3115 Email: DBaumstein@mintz.com</p>	<p>Cathy A. Hinger (admitted <i>pro hac vice</i>) Victoria A. Bruno (admitted <i>pro hac vice</i>) 2001 K. Street, NW Suite 400 South Washington, D.C. 20006 Telephone: (202) 467-6900 Facsimile: (202) 467-6910 Email: cathy.hinger@wbd-us.com victoria.bruno@wbd-us.com</p>
<p><i>Counsel for Christopher Mitchell</i></p>	<p>-and-</p>
	<p>James S. Derrick (admitted <i>pro hac vice</i>) 301 South College Street, Suite 3500 Charlotte, North Carolina 28202 Telephone: (704) 331-4913 Facsimile: (704) 338-7819 Email: james.derrick@wbd-us.com</p>
	<p><i>Counsel for the CSS Entities, William J. Rouhana, Jr., and Amy L. Newmark</i></p>

MCCARTER & ENGLISH, LLP <u>/s/ Sarah E. Delia</u> Sarah E. Delia (DE Bar No. 5833) Maliheh Zare (DE Bar No. 7133) Renaissance Centre 405 N. King Street, 8th Floor Wilmington, Delaware 19801 Telephone: (302) 984-6300 Email: sdelia@mccarter.com mzare@mccarter.com <i>Counsel for Jason Meier</i>	HALLORAN FARKAS + KITILA LLP <u>/s/</u> William E. Green, Jr. (DE Bar No. 4864) James G. McMillan, III (DE Bar No. 3979) 5722 Kennett Pike Wilmington, Delaware 19807 Telephone: (302) 268-6875 Email: wg@hfk.law jm@hfk.law -and- <u>/s/ Jared R. Clark</u> Jared R. Clark Lynn A. Neils One Grand Central Place 60 East 42nd Street, Suite 1570 New York, New York 10165 Telephone: (212) 321-0510 Email: jclark@ekljnlaw.com lneils@ekljnlaw.com <i>Co-Counsel to Defendant Amanda R. Edwards</i>
---	---

<p>SAUL EWING LLP</p> <p><u>/s/ Evan T. Miller</u> Evan T. Miller (DE Bar No. 5364) 1201 North Market Street, Suite 2300 Wilmington, DE 19801 Telephone: (302) 421-6864 Facsimile: (302) 421-6813 Email: evan.miller@saul.com</p> <p>-and-</p> <p>HOLLAND & KNIGHT LLP</p> <p>Jessica Magee (<i>Admitted Pro Hac Vice</i>) Texas Bar No. 24037757 Steven J. Levitt (<i>Admitted Pro Hac Vice</i>) Texas Bar No. 24092690 One Arts Plaza 1722 Routh Street, Suite 1500 Dallas, Texas 75201 Telephone: (214) 964-9500 Email: Jessica.Magee@hklaw.com Steven.levitt@hklaw.com</p> <p><i>Counsel for Defendant Cosmo Denicola</i></p>	<p>TROUTMAN PEPPER LOCKE LLP</p> <p><u>/s/ Tori L. Remington</u> David M. Fournier (DE Bar No. 2812) Christopher B. Chuff (DE Bar No. 5729) Taylor B. Bartholomew (DE Bar No. 6223) Tori L. Remington (DE Bar No. 6901) Tyler R. Wilson (DE Bar No. 7129) 1313 N. Market Street, Suite 1000 Wilmington, Delaware 19899-1709 Telephone: (302) 777-6500 Facsimile: (302) 421-8390 Email: david.fournier@troutman.com chris.chuff@troutman.com tori.remington@troutman.com tyler.wilson@troutman.com</p> <p><i>Counsel for Defendants Fred M. Cohen, Christina Weiss Lurie, Martin Pompadur, and Diana Wilkin</i></p>
<p>THOMAS LAW LLC</p> <p><u>/s/</u> Mary S. Thomas (DE Bar No. 5072) 1521 Concord Pike, Suite 301 Wilmington, DE 19803 Telephone: (302) 647-1203 Email: mthomas@marythomaslaw.com</p> <p>-and-</p> <p>LAW OFFICES OF THIRU VIGNARAJAH LLC</p> <p>Thiru Vignarajah, Esq. Ross Ingram, Esq. 211 Wendover Road Baltimore, Maryland 21218 Telephone: (410) 456-7552 Email: thiru@thirulaw.com</p> <p><i>Counsel for Defendant Vikram Somaya</i></p>	